

**IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF PUERTO RICO**

In Re:

**THE FINANCIAL OVERSIGHT AND
MANAGEMENT BOARD FOR PUERTO RICO,**

as representative of

THE COMMONWEALTH OF PUERTO RICO

Debtor

**PROMESA
TITLE III**

CASE NO. 17 BK 3283-LTS

In Re:

**THE FINANCIAL OVERSIGHT AND
MANAGEMENT BOARD FOR PUERTO RICO,**

as representative of

**PUERTO RICO SALES TAX FINANCING
CORPORATION ("COFINA")**

Debtor

**PROMESA
TITLE III**

CASE NO. 17 BK 3284-LTS

APPLICATION AND ORDER FOR ADMISSION *PRO HAC VICE*

COMES NOW, Philip Bentley, applicant herein and respectfully states:

1. Applicant is an attorney with the law firm Kramer Levin Naftalis & Frankel LLP, with offices at 1177 Avenue of Americas, New York, NY 10036, telephone no. (212) 715-9505, fax no. (212) 715-8000, and e-mail: pbentley@kramerlevin.com.
2. Applicant will sign all pleadings with the name Philip Bentley.

3. Applicant has been retained personally or as a member of the above-named firm by “Oppenheimer Funds, Franklin Funds and First Puerto Rico Family of Funds”¹, to provide legal representation in connection with the above-styled matter now pending before the United States District Court, District of Puerto Rico.
4. Since April 15, 1985, applicant has been and presently is a member in good standing of the bar of the highest court of the State of New York, where applicant regularly practices law. Applicant’s bar license number is 1992627.
5. Applicant has been admitted to practice before the following courts: US Supreme Court (2015); USCA 2nd Circuit (2013); USCA 3rd Circuit (1999); USDC, ED of Michigan (1996); USDC, ED of New York (1985); USDC, SD of New York (1985).
6. Applicant is a member in good standing of the bars of the courts listed in paragraph 5.
7. Applicant is not currently suspended from the practice of law before any court or jurisdiction.
8. Applicant is not currently the subject of any complaint for unethical conduct, disciplinary proceeding or criminal charges before any court or jurisdiction.
9. During the past three years, applicant has filed for *pro hac vice* admission in the United States District Court of Puerto Rico, in the following matter: Case No. 3:16-cv-02510-FAB, on August 19, 2016.
10. Local counsel of record associated with applicant in this matter is: Linette Figueroa Torres of Toro, Colón, Mullet, Rivera & Sifre, P.S.C., P.O. Box 195383, San Juan, Puerto Rico 00919-5383, telephone no. (787) 751-8999, fax no. (787) 763-7760, and e-mail: lft@tcmrslaw.com.
11. Applicant has read the Local Rules of this court and will comply with same.

¹ See Appendix 1 attached hereto for the names of each party.

12. Applicant has read the Local Rules of the United States District Court for the District of Puerto Rico which provide in part that attorneys appearing *pro hac vice* must comply with the provisions set forth therein and pay an admission fee of \$300.00 per appearance in each new case before the Court. Accordingly, payment of the *pro hac vice* admission fee is being made herewith.

WHEREFORE, applicant respectfully requests to be admitted to practice in the United States District Court for the District of Puerto Rico for the above-styled case only.

In San Juan, Puerto Rico, this 15 day of May of 2017.

RESPECTFULLY SUBMITTED.



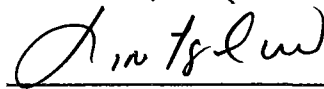
PHILIP BENTLEY

**KRAMER LEVIN NAFTALIS
& FRANKEL LLP**
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New York, New York 10036
Tel.: (212) 715-9100
Fax: (212) 715-8000
E-mail: pbentley@kramerlevin.com

I HEREBY CERTIFIED, pursuant to Local Rule 83A(f), that I consent to the designation of local counsel of record for all purposes.

In San Juan, Puerto Rico, this 15 day of May of 2017.

RESPECTFULLY SUBMITTED.



LINETTE FIGUEROA TORRES
USDC-PR No. 227,104

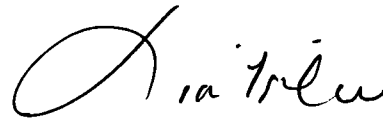
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E-mail: lft@tcmrslaw.com

CERTIFICATE OF SERVICE

I HEREBY CERTIFY that on the 15 day of May, 2017, I electronically filed the forgoing document with the Clerk of Court by using the CM/ECF system, and a copy of the foregoing pleading has been electronically mailed to all attorneys of record.

In San Juan, Puerto Rico, this 15 day of May of 2017.

RESPECTFULLY SUBMITTED.



LINETTE FIGUEROA TORRES
USDC-PR No. 227,104

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APPENDIX 1

Oppenheimer Rochester AMT-Free Municipal Fund, Oppenheimer Rochester AMT-Free New York Municipal Fund, Oppenheimer Rochester Arizona Municipal Fund, Oppenheimer Rochester California Municipal Fund, Oppenheimer Rochester Fund Municipals, Oppenheimer Rochester Limited Term California Municipal Fund, Oppenheimer Rochester Limited Term Municipal Fund, Oppenheimer Rochester Limited Term New York Municipal Fund, Oppenheimer Rochester Maryland Municipal Fund, Oppenheimer Rochester Massachusetts Municipal Fund, Oppenheimer Rochester Michigan Municipal Fund, Oppenheimer Rochester Minnesota Municipal Fund, Oppenheimer Rochester North Carolina Municipal Fund, Oppenheimer Rochester Ohio Municipal Fund, Oppenheimer Rochester Virginia Municipal Fund, Oppenheimer Rochester High Yield Municipal Fund, Oppenheimer Rochester New Jersey Municipal Fund, and Oppenheimer Rochester Pennsylvania Municipal Fund (collectively, the "Oppenheimer Funds"). Franklin California Tax-Free Trust (for the Franklin California Intermediate-Term Tax Free Income Fund), Franklin Tax-Free Trust (for the series Franklin Alabama Tax Free Income Fund, Franklin Arizona Tax-Free Income Fund, Franklin Colorado Tax-Free Income Fund, Franklin Connecticut Tax-Free Income Fund, Franklin Georgia Tax-Free Income Fund, Franklin Pennsylvania Tax-Free Income Fund, Franklin High Yield Tax-Free Income Fund, Franklin Kentucky Tax-Free Income Fund, Franklin Michigan Tax-Free Income Fund, Franklin Missouri Tax-Free Income Fund, Franklin Oregon Tax-Free Income Fund, Franklin Virginia Tax-Free Income Fund, Franklin Florida Tax-Free Income Fund, Franklin Louisiana Tax-Free Income Fund, Franklin Maryland Tax-Free Income Fund, Franklin North Carolina Tax-Free Income Fund, and Franklin New Jersey Tax-Free Income Fund), Franklin Municipal Securities Trust (for the series Franklin Tennessee Municipal Bond Fund), Franklin California Tax-Free Income Fund, Franklin New York Tax-Free Income Fund, Franklin Federal Tax-Free Income Fund (collectively, the "Franklin Funds"). First Puerto Rico Tax-Exempt Target Maturity Fund II, Inc., First Puerto Rico Tax-Exempt Target Maturity Fund III, Inc., First Puerto Rico Tax-Exempt Target Maturity Fund IV, Inc., First Puerto Rico Tax-Exempt Target Maturity Fund V, Inc., First Puerto Rico Tax-Exempt Target Maturity Fund VII, Inc., First Puerto Rico Target Maturity Income Opportunities Fund I, Inc., First Puerto Rico Target Maturity Income Opportunities Fund II, Inc., First Puerto Rico Tax Advantaged Target Maturity Fund I, Inc., First Puerto Rico Tax Advantaged Target Maturity Fund II, Inc., First Puerto Rico AAA Target Maturity Fund I, Inc., First Puerto Rico AAA Target Maturity Fund II, Inc., First Puerto Rico Tax-Exempt Fund, Inc. and First Puerto Rico Tax-Exempt Fund II, Inc. (collectively, the "First Puerto Rico Family of Funds").